

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

_____)	
VINCENT DE GIOVANNI,)	
MARIETTE BARROS and all others)	
similarly situated,)	
)	
Plaintiffs,)	
)	
v.)	Docket No. 07-10066 RCL
)	
JANI-KING INTERNATIONAL, INC.,)	
JANI-KING, INC. and)	
JANI-KING OF BOSTON, INC.)	
)	
Defendants.)	
_____)	

DECLARATION OF GREGG A. RUBENSTEIN IN SUPPORT OF
SUMMARY JUDGMENT MOTION

I, Gregg A. Rubenstein, an adult individual, pursuant to 28 U.S.C. § 1746, hereby depose and state:

1. I am a partner at the law firm of Nixon Peabody LLP, attorneys for defendants Jani-King, International, Inc. ("JKI"), Jani-King, Inc. ("JK") and Jani-King of Boston, Inc. ("JKB") and as such am familiar with this action and the matters stated in this Declaration. This Declaration is submitted in support of defendants' Motion for summary Judgment.

2. Each of the documents attached hereto that was produced by JKB or is a JKB business record is authenticated by the accompanying Declaration of Donald Burleson.

3. Attached as Exhibit A is a true and accurate copy of excerpts from the Deposition Transcript of Donald Burleson.

4. Attached as Exhibit B is a true and accurate copy of excerpts from the Deposition Transcript of Vincent De Giovanni and certain exhibits marked for identification at his deposition.

5. Attached as Exhibit C is a true and accurate copy of the franchise agreement between DeGiovanni and JKB effective February 25, 2005.

6. Attached as Exhibit D is a true and accurate copy of the transfer agreement between DeGiovanni and C.D.D. Enterprise, LLC ("CDD") effective October 25, 2005.

7. Attached as Exhibit E is a true and accurate copy of the transfer agreement between Barros and Tubirem Olatabosum effective August 27, 2003.

8. Attached as Exhibit F is a true and accurate copy of the 2005 JKB Uniform Franchise Offering Circular (without exhibits) in effect when DeGiovanni purchased his franchise. An identical copy bearing Bates Numbers JKB000063-137 was produced in discovery and marked as an exhibit at multiple depositions. The non-Bates labeled, electronically produced copy is attached so as to decrease the filing size of the exhibit for electronic filing.

9. Attached as Exhibit G is a true and accurate copy of plaintiffs' signed receipt verifying they received JKB's Uniform Franchise Offering Circular. These receipts were all marked as exhibits at plaintiffs' respective depositions.

10. Attached as Exhibit H is a true and accurate copy of the franchise agreement between Barros and JKB effective August 27, 2003.

11. Attached as Exhibit I is a true and accurate copy of excerpts from the Deposition Transcript of Mariette Barros and certain exhibits marked for identification at her deposition.

12. Attached as Exhibit J are certain tax forms DeGiovanni filed in connection with his JKB franchise.

13. Attached as Exhibit K is a true and accurate copy of a letter dated March 21, 2006 from JKB to DeGiovanni concerning the cleaning opportunities JKB had offered to DeGiovanni.

14. Attached as Exhibit L is a true and accurate copy of a JKB business record detailing the account histories for JKB clients for which DeGiovanni and/or CDD performed cleaning services.

15. Attached as Exhibit M is a true and accurate copy of certain JKB business records detailing amounts reported to DeGiovanni and CDD on Form 1099 for the years of 2005-2007.

16. Attached as Exhibit N are true and accurate copy of documents produced by both parties relating to Barros.

I declare under penalty of perjury that the foregoing statements are true and correct on this 1st day of October 2009.

/s/ Gregg A. Rubenstein
Gregg A. Rubenstein

Certificate of Service

I hereby certify that this Declaration of Gregg A. Rubenstein filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) on October 1, 2009.

/s/ Gregg A. Rubenstein
Gregg A. Rubenstein